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MARVEL COMICS GROUP™

46 JUNE 02147

# MARVEL TEAM-UP

FEATURING

# SPIDER-MAN AND DEATHLOK™



FRENZY IN THE NOT-TOO-DISTANT FUTURE!

THE BATTLE YOU DEMANDED--THE WEB-SLINGER VERSUS THE DEMOLISHER!

THE CRUCIAL QUESTION IS...  
**"AM I NOW... OR HAVE I EVER BEEN?"**  
THE ANSWER WILL ASTONISH YOU!





Stan Lee PRESENTS: **SPIDEY AND DEATHLOK--TOGETHER!**

BILL MANTLO, SAL BUSCEMA & MIKE ESPOSITO . JOHN COSTANZA . P. GOLDBERG . MARV WOLFGAN  
STORY ART LETTERS COLORS EDITOR

...AM I NOW or HAVE I EVER BEEN?

FUTURE  
SHOCK:  
PART II

"IT'S NO USE TALKING ABOUT IT,"  
ALICE SAID... "I KNOW I SHOULD  
HAVE TO GET THROUGH THE LOOKING-  
GLASS AGAIN... AND THERE'D BE AN  
END OF ALL MY ADVENTURES."  
-- THROUGH THE LOOKING-GLASS

EXTANT PROBABILITY  
OF SYSTEMS-PERIL:  
96.005%... RESULTING  
FROM UNEXPLAINED  
ENERGY-PRINTOUT IN  
THIS SECTOR.

YEAH? WELL YOU  
JUST KEEP TRACKIN'  
IT, 'PUTER!

TIMES SQUARE'S  
BEEN CRAWLIN'  
WITH MUTIES AND  
CANNIBALS EVER  
SINCE RYKER'S GOONS  
STARTED LOSIN'  
THEIR GRIP ON  
THE CITY AWHILE  
BACK! \*

AN' I WANT TO  
MAKE SURE I GET  
THEM BEFORE  
THEY GET ME!

\* FOR A FULL ACCOUNT OF  
DEATHLOK'S ADVENTURES, SEE  
ASTONISHING TALES 33-36 -- MARV.

TIMES SQUARE!  
THEN THAT MEANS  
I'M BACK IN NEW  
YORK AGAIN!

BUT WHEN??

AND WHO'S THIS  
JOKER-- AND WHY'S  
HE TALKING TO  
HIMSELF?

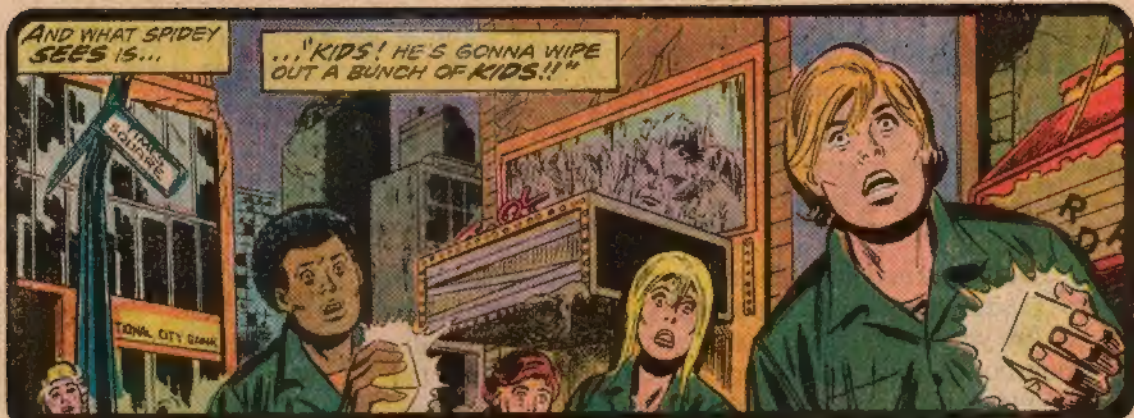






AND WHAT SPIDEY  
SEES IS...

... "KIDS! HE'S GONNA WIPE  
OUT A BUNCH OF KIDS!!!"



NO WAY,  
MAN!

I DON'T CARE WHERE  
I AM--OR WHAT YEAR  
THIS IS--



--GUNNING  
DOWN KIDS  
JUST DOESN'T  
MAKE IT--  
ANY TIME!

...ALERT.  
DANGER FROM...

NO  
WAY!!



WHO IN  
BLAZES??

...ABOVE.  
REPEAT... DANGER  
FROM ABOVE...

AT THE SOUND OF  
BATTLE, THE KIDS  
TURN.



WIDE-EYED AND  
STARING... THEY  
LOOK...

...BUT IT CAN'T  
TRULY BE SAID  
THAT THEY SEE.

THERE IS SOMETHING ELSE  
AT WORK HERE. SOMETHING  
VAGUE--



--DISASSOCIATED FROM REALITY, SOMETHING  
LIFTING ETHEREALLY THROUGH THE RUINED  
CANYON OF 42ND STREET--

--AS ONE OF  
THE YOUTHS  
BEGINS TO CHANT.



SORRY IF I LOUSED UP  
YOUR AIM, PAL--

--BUT SNIPERS  
NEVER RATED VERY  
HIGH ON MY TOP  
TEN!

NOW SUPPOSE YOU  
TELL ME WHAT ALL  
THIS IS ABOUT--  
AND WHERE I AM--  
BEFORE--

YOU IDIOT! THEY'VE  
SPOTTED US!

IT'S ONLY A  
MATTER OF SECONDS  
BEFORE--

THE CHANTING STOPS.  
THE PLAZA IS SILENT.

LIFE, OF A SORT, BEGINS TO  
ANIMATE THE BLANK STARES  
OF THE YOUTHS.

LIFE... AND SOME-  
THING ELSE--!

ALERT. DESTRUCTION IMMINENT. DELAY MAY  
BE FATAL TO SYSTEM.

TOO LATE!  
GET OFF ME!

OBOY! HE  
TOSSED ME OFF  
LIKE A DOG  
SHAKES HIS  
FLEAS!

AND WHAT I  
THOUGHT WAS  
SOME KIND OF  
METAL SUIT--  
IS HIM!

OKAY, WEB-  
HEAD, NOW  
WHAT YOU  
GOTTA FIND  
OUT IS--IS  
HE A MAN--OR  
A ROBOT?--  
OR BOTH!?

STILL GOT A  
CHANCE!  
IF I CAN  
REACH MY  
LASER--

ALERT...  
ALERT...

AN EMOTION IS NOW  
APPARENT ON THE  
YOUNG FACES...  
AN EMOTION THAT  
IS OVERWHELMING--

--SUBJUGATING REASON. OVER-  
SHADOWING FEAR. THE CUBES  
IN THEIR CLENCHED FISTS BLAZE  
BRILLIANTLY... FED  
BY THE EMOTION.



AND THE EMOTION  
IS HATE!

WHAT KIND OF  
A NUT ARE  
YOU, FELLA?

OR DO YOU GET  
YOUR JOLLIES  
KILLING DEFENSE-  
LESS KIDS?

DEFENSELESS?  
YOU'D BETTER LOOK  
AGAIN, PAL!

THEN TELL ME  
WHY YOU'RE SO EAGER  
TO COMMIT SUICIDE--  
AN' WHY YOU WANT TO  
TAKE ME ALONG WITH YOU!

SUICIDE--?

GOOD LORD!  
THE KIDS--!!

THE MUTIES, YOU  
MEAN! GET YOUR-  
SELF AN EYEFUL,  
CHUM--

--'CAUSE  
ONCE THEY  
CHARGE THOSE  
CUBES--

"--WE STAND ABOUT  
AS MUCH CHANCE  
OF COMIN' OUT  
OF THIS--

"--AS A  
SNOWBALL  
IN HELL!"

THEY'RE NOT SPEAKING-- JUST  
CRACKLING AS IF CHARGED  
ELECTRICALLY!

MORE'N THAT,  
PAL! RADIO-  
ACTIVELY!

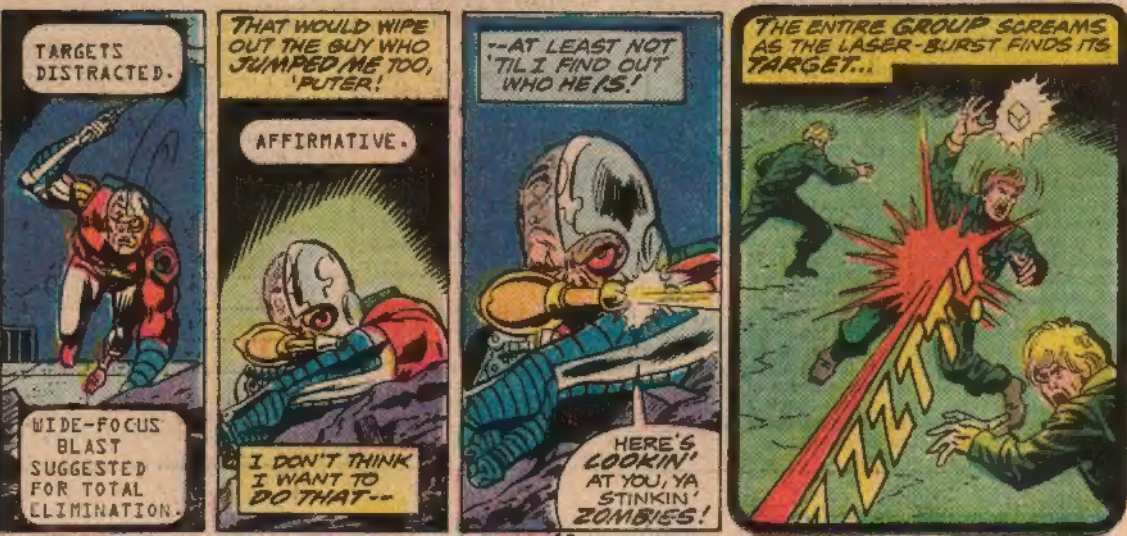
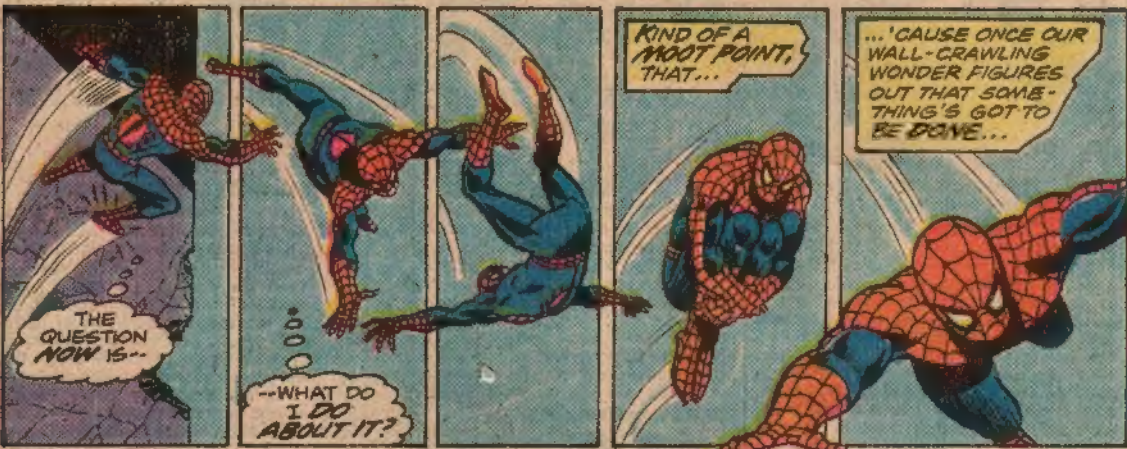
NUCLEAR  
PLASMA!  
THEIR  
BLOOD IS  
IRRADIATED!

"THEY'RE TOTALLY  
MINDLESS EXCEPT  
WHEN THE GROUP  
IS THREATENED.

"THEN THEY LINK--  
SOME KINDA GROUP  
INSTINCT-- POOLIN'  
THEIR ENERGIES  
THROUGH THE  
CUBES--

"--CONVERTING IT  
TO PURE POWER--"







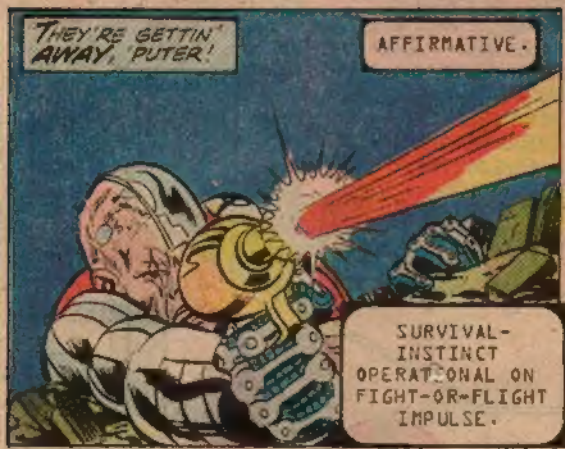


... AND SCATTERS MINDLESSLY AS PAIN FLOODS OVER ITS COLLECTIVE, INSTINCTIVE BEINGS.

THEY'RE TAKING OFF-- ALL EXCEPT THIS ONE GUY WHO FINALLY REALIZED I'D KAYBED HIM--

--AND THE ONE WHO GOT ZAPPED!

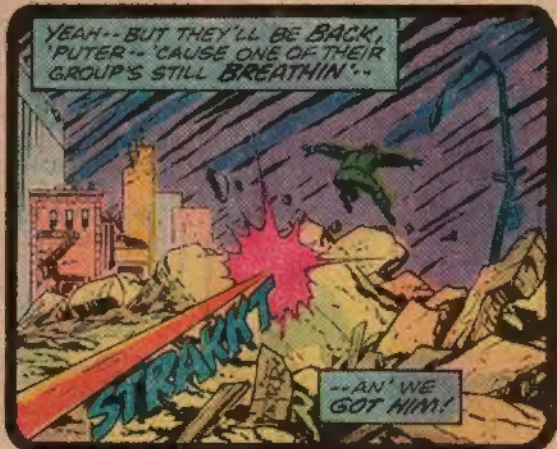
THEY SEEM TO PLAY FOR KEEPS AROUND HERE!



THEY'RE GETTIN' AWAY, 'PUTER!

AFFIRMATIVE.

SURVIVAL-INSTINCT OPERATIONAL ON FIGHT-OR-FLIGHT IMPULSE.



YEAH-- BUT THEY'LL BE BACK, 'PUTER-- 'CAUSE ONE OF THEIR GROUP'S STILL BREATHIN'--

--AN' WE GOT HIM!



THEY'RE GONE!

YEAH! FOR NOW!

NOW S'POSE YOU START TALKIN' FRIEND--

--STARTIN' WITH WHY YOU JUMPED ME!



WELL, FOR OPENERS-- YOU LOOKED A LOT MORE DANGEROUS THAN THE GROUP YOU WERE SNEAKING UP ON--

--AN' WHERE I COME FROM US FRIENDLY NEIGHBORHOOD SPIDER-MEN TEND TO SIDE WITH THE UNDERDOGS!

BUT WHERE I COME FROM IS A LONG WAY OFF-- AND I DON'T SUPPOSE WHAT HAPPENED IN 1975 CARRIES MUCH WEIGHT NOW!

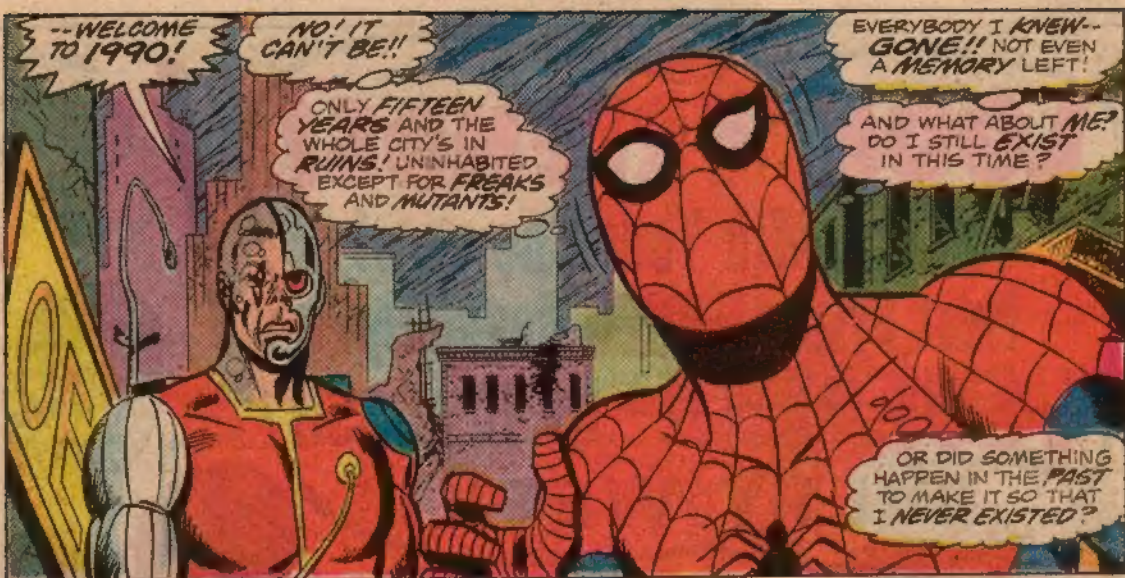


HOLD ON, PAL-- I AIN'T SO OLD THAT I DON'T REMEMBER US PUTTIN' A MAN ON THE MOON-- GETTIN' INVOLVED IN GLOBAL WAR--

--AN' LETTIN' RYKER GET STRONG ENOUGH WITH ALL HIS BLASTED COMPUTERS TO RUN THE WHOLE SHOW!

LETTIN' HIM TURN SOME OF US INTO MAN-MADE MONSTERS-- CYBORGS! THE NAME'S DEATHLOK, FRIEND--







--AN' I'D KINDA LIKE  
TO SEE TO IT THAT  
IT AIN'T ME!

IF YOU'RE COMIN',  
PAL--BRING ALONG  
THE MUTIE!

WE MAY  
NEED HIM  
TO FIND HIS  
GROUP!

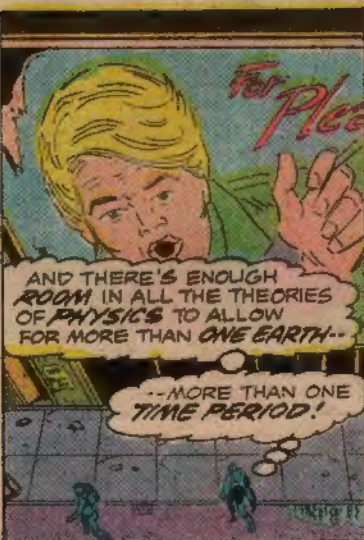
OKAY, DEATHLOK--  
I'M WITH YOU--  
BECAUSE I DON'T  
KNOW WHERE ELSE  
TO BE RIGHT NOW!

AND BECAUSE I'VE  
GOT TO FIND OUT FOR  
SURE WHETHER  
EVERYTHING'S  
GONE!

SMOKE CAMEL

I JUST CAN'T BUY  
A WORLD WITHOUT A  
PETER PARKER--  
A MARY JANE--  
EVEN A JONAH  
JAMESON!

NOT  
JUST  
LIKE  
THAT!



AND THERE'S ENOUGH  
ROOM IN ALL THE THEORIES  
OF PHYSICS TO ALLOW  
FOR MORE THAN ONE EARTH--

--MORE THAN ONE  
TIME PERIOD!

"MAYBE THIS ISN'T  
THE SAME DIMENSION!"

"MAYBE THIS FUTURE IS  
JUST ONE OF A MILLION  
POSSIBLE FUTURES!"

"SURE, PARKER--AND MAY-  
BE IT'S ALL A BAD DREAM  
BROUGHT ON BY TOO MANY  
ICE CREAM SODAS--AND I'LL  
WAKE UP SOON AND TAKE  
MY TO A MOVIE!"

"THEN AGAIN--  
WHAT IF I DON'T  
WAKE UP?!"



'BOUT TIME!  
WE BEEN WAITIN'  
ALL MORNING--  
EVER SINCE THE  
OMNI-COMPUTER  
LATCHED ONTO THE  
SIGNALS COMIN'  
FROM THAT FREAK!



BUT WHO'S THE GUY  
IN THE PARTY-SUIT  
WITH HIM?

NEVER SAW HIM  
BEFORE! MAYBE  
WE SHOULD CHECK  
WITH CENTRAL!

NO--ORDERS ARE TO  
STAY CLEAR OF THE CIA!  
SOMETHIN' FUNNY GOIN'  
ON WITH THEM THESE  
DAYS! \*

\*AST.  
TALES  
#35-36.  
--MARY.



IF HE'S WITH THE  
CYBORG--HE MUST  
BE A TARGET!

ALL RIGHT--  
THEY BOTH GO--



"...BUT THE CYBORG GETS IT FIRST!"



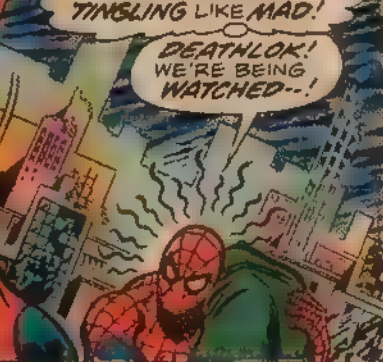
WE'RE GETTIN' CLOSE, PAL!



THE COMPUTER'S PICKIN' UP TRACES OF RADIOACTIVITY IN THIS DIRECTION!

AND MY SPIDER-SENSE JUST STARTED TINGLING LIKE MAD!

DEATHLOK! WE'RE BEING WATCHED--!



CORRECTION, CHUM!

WE'RE BEING SHOT AT!!



WE'VE GOT TO GET OUT OF THE OPEN-- OFF THE STREET BEFORE--

THE WORDS ARE HARDLY OUT OF SPIDEY'S MOUTH WHEN HE FEELS THE WEIGHT ON HIS SHOULDER LURCH.



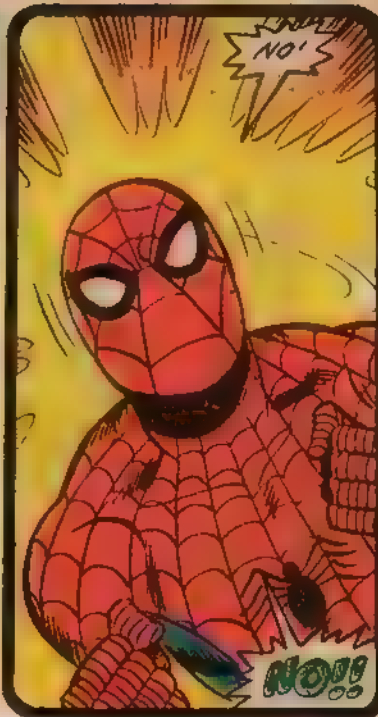
AND HE WATCHES IN HORROR AS THE BULLETS RIP THROUGH THE UNCONSCIOUS YOUTH

THE BODY LAYS QUIETLY ON THE STREET. THE BOY HAD NEVER SPOKEN, NEVER UTTERED A SOUND SINCE HIS CUBE HAD BEEN TAKEN FROM HIM.



AND NOW HE'LL NEVER DO ANYTHING AGAIN

NO!



NO!!

EVERYWHERE I GO SOMEBODY'S TRYING TO DRAG DOWN SOMEBODY ELSE!



AND I'VE HAD ENOUGH!



TARGET LOCATED. SNIPERS  
HIDDEN WITHIN BILLBOARD  
ABOVE STREET.

YER GETTIN'  
SLOW, 'PUTER--

--I SPOTTED 'EM FIVE  
SECONDS AGO!

YOU MISSED DEATHLOK,  
STRAKE-- AND NOW  
HE'S SPOTTED US!

SHUT UP,  
GRISSOM!

THE CYBORG CAN'T HIT US  
FROM THE ANGLE HE'S FIRIN'  
AT--AN' HE CAN'T GET BACK ONTO  
THE STREET WITHOUT US GETTIN' HIM!

SO IT'S GONNA BE LIKE  
SHOOTIN' FISH IN A  
BARREL, PICKIN' 'EM  
OFF NICE 'N EASY--

IT'S THE DUDE IN  
THE COSTUME!

HE'S MOVIN' SO FAST  
I CAN'T DRAW A BEAD  
ON M!

"GRISSOM!  
LOOK!

"SWINGIN' AT US ON  
SOME KINDA WEB!!

"HOLD IT! HE'S SWINGIN'  
RIGHT INTO THE CROSS-  
HAIRS!

"THIS IS IT!  
THERE AIN'T NO  
WAY I CAN MISS  
THIS TIME!"

THE SNIPER'S FINGER  
TIGHTENS ON THE TRIGGER,  
SLOWLY SQUEEZING BACK.  
SURE OF HIS TARGET.



BUT, IN LESS TIME THAN IT  
TAKES TO READ THESE LINES  
HIS TARGET'S UPON HIM...

...AND IT'S A WHOLE  
NEW BALLGAME!

YOU KNOW  
SOMETHING,  
PAL?

ONCE THAT RIFLE  
IS TAKEN AWAY FROM  
YOU-- YOU'RE JUST  
ANOTHER SLIMY LITTLE  
WEASEL!

NOT MUCH OF A  
MAN-- NOT EVEN  
MUCH OF A  
MURDERER!

IN FACT--  
YOU'RE NOT  
MUCH OF  
ANYTHING!!

KER-  
RAHH!!





AND EVEN THE  
FACT THAT THINGS  
ARE SCREWED UP  
AROUND HERE--

--AND EVERY-  
BODY SEEMS TO  
GO AROUND  
TAKING POT-  
SHOTS AT  
EVERYBODY  
ELSE--

--DOESN'T  
CHANGE  
ANYTHING!

NOT ONE  
SINGLE  
BIT!

**BLAM!**

OOOPS! I  
WAS SO BUSY  
EXPLAINING  
THE FACTS  
OF LIFE TO  
YOU, PAL--

--THAT I FORGOT  
ABOUT YOUR  
COWARDLY LITTLE  
PARTNER!

YOU  
MISSED  
ME, CHUM--

THE SNIPER ISN'T  
LISTENING.

AND IT'S A FAIR BET THAT  
HE'LL NEVER TRY TO SHOOT  
ANYONE EVER AGAIN.

THIS A  
PRIVATE  
PARTY?

OR IS  
ANYBODY  
INVITED?

--AND THIS TIME  
MY BACK ISN'T  
TURNED!

YOU KNOW--I  
COULD'VE FINISHED  
HIM A LITTLE LESS  
PERMANENTLY.  
DEATHLOK!

BUT YOU  
ACTUALLY  
SEEM TO  
ENJOY  
THE  
KILLING!

NOPE.

IF THAT'S THE WAY YOU  
SEE IT, IT'S FINE WITH ME--  
BUT DON'T BE TO SURE  
ABOUT THAT

HEY--  
LISTEN!

SOUNDS  
LIKE  
CHANTING!

YEP. OUR LITTLE  
PLAYMATES ARE  
BACK--LOOKIN' FOR  
THE MUTIE WE  
CAPTURED!

AND HAVING  
FOUND HIS VEN-  
TILATED BODY--IT'S  
PRETTY OBVIOUS  
THAT THEY'RE OUT  
FOR BLOOD!



**"OURS--  
AND IN  
SPADES!"**

THE CHANTING FILLS THE  
RUBBLE-STREWN STREET. THE  
CUBES CLUTCHED IN WHITE-  
KNUCKLED FISTS BEGIN TO  
GLOW.

THEIR EYES ARE  
STILL BLANK, BUT THIS  
TIME THEIR ENERGY  
HAS FOUND A FOCUS--

--A LEADER, WHO  
HAS BOUND THE  
GROUP TOGETHER  
WITH A DESIRE  
THAT OVERRIDES  
THEIR MINDLESS  
FORAGING.

**A DESIRE FOR...  
REVENGE!**

HERE IT COMES,  
DEATHLOK! YOUR  
PLAYMATES 'VE  
STARTED TO GLOW  
AGAIN--

IT STILL TAKES 'EM  
LONGER TO REACT AS  
A GROUP THAN IF  
THEY ACTED  
INDIVIDUALLY!

--AND  
THEY'RE  
POINTING  
RIGHT  
AT US!

AN' THAT'S OUR  
CHANCE! TO MOVE  
BEFORE THEY CAN  
FIGURE OUT WHAT'S  
HAPPENIN'!

TROUBLE  
15--



--EVEN IF WE MOVE  
FAST ENOUGH TO BEAT  
THE BLAST UP HERE--

# STRAMM!

--WE STILL GOTTA  
FACE 'EM DOWN ON  
THE STREET!--

LOOK AT 'EM,  
DEATHLOK! LOOK  
WHAT THEY'RE  
DOING!

THE MINUTE  
WE HIT GROUND  
THE GROUP  
SPLIT UP!

WHICH MAKES IT A  
LOT EASIER FOR  
US TO TAKE 'EM ON!

ONE  
BY  
ONE!

BUT WHY WOULD THEY GIVE UP  
THE ADVANTAGE OF GROUP  
STRENGTH--

--AND COME AT  
US SINGLY??

THEY'RE SO  
TOTALLY DISORGA-  
NIZED THIS WAY THAT  
THEY CAN'T HOPE TO  
ACCOMPLISH ANYTHING!

LIKE I SAID  
BEFORE,  
PAL--

--NOT ONLY DO  
THEY NOT THINK  
INDIVIDUALLY--

--BUT WHEN  
THEY'RE HUNGRY  
IT KIND OF WIPES  
OUT EVERYTHING  
ELSE!.

# STRAK!

CONTINUED







LOOK AT HIM, DEATHLOK!  
UNDER HIS MASK HE'S  
JUST A KID--  
YOUNGER THAN ME!

IS HE  
WHAT YOU  
SHOULD BE  
FIGHTING?

OR IS IT THE SYSTEM  
THAT MADE HIM--AND  
YOU-- WHAT YOU'RE  
REALLY UP AGAINST?

IT'S A WONDERFUL  
LIFE YOU'VE  
GOT HERE--

--FIGHTING  
ALL THE SIDE  
ISSUES WHILE  
THE REAL  
PROBLEMS SIT  
ON TOP AND  
LAUGH AT ALL  
OF YOU!

I PRAY THAT THIS  
ISN'T OUR FUTURE  
--THE FUTURE OF  
MY TIME!

AND IF  
IT IS-- --I PRAY IT'S NOT  
TOO LATE TO CHANGE  
IT!

WITHIN THE ALLEY MOVES THE  
TIME-PLATFORM OF VICTOR VON  
DOOM... THE VEHICLE THAT CARRIED  
SPIDEY FROM PAST TO FUTURE AND  
BACK AGAIN... AND WITH A FLASH,  
IT'S GONE...

...LEAVING THE COMPUTERIZED WARRIOR  
OF A TIME THAT MAY-- OR MAY NOT-- BE  
FACING THE COLD RUINS OF A ONCE-PROUD  
CITY.

I THINK IT'S  
ABOUT TIME I DID  
WHAT I BEEN  
MEANIN' TO DO,  
'PUTER--

--AN' HAD THAT  
SHOWDOWN  
BETWEEN MEAN'  
RYKER ONCE AN'  
FOR ALL! \*

\* IT TAKES PLACE IN  
AST. TALES #36--MARV.

AFFIRMATIVE.

OUR STUPENDOUS  
STORYLINE CONTINUES  
IN MARVEL  
TWO-IN-ONE #17.

BACK IN THE  
PRESENT AS  
**SPIDEY**  
TEAMS UP WITH THE  
EVER-LOVIN' BLUE-EYED

**THING**

TO FACE A (DARE WE SAY IT?)  
BLAST FROM THE PAST!

BE  
THERE!